

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

THE NEW YORK TIMES COMPANY,

Plaintiff,

v.

MICROSOFT CORPORATION, OPENAI, INC.,
OPENAI LP, OPENAI GP, LLC, OPENAI, LLC,
OPENAI OPCO LLC, OPENAI GLOBAL LLC, OAI
CORPORATION, LLC, OPENAI HOLDINGS,
LLC,

Defendants.

No. 1:23-cv-11195-SHS-OTW

**DECLARATION OF JOSEPH C. GRATZ IN SUPPORT OF MOTION TO
WITHDRAW ALLYSON R. BENNETT AS COUNSEL FOR DEFENDANTS OPENAI,
INC., OPENAI, LP, OPENAI GP, LLC, OPENAI, LLC, OPENAI OPCO LLC, OPENAI
GLOBAL LLC, OAI CORPORATION, LLC, AND OPENAI HOLDINGS, LLC**

I, Joseph C. Gratz, declare:

1. I am an attorney admitted to practice before this Court. I am an attorney at Morrison & Foerster LLP, attorneys of record for Defendants OpenAI, Inc., OpenAI, LP, OpenAI GP, LLC, OpenAI, LLC, OpenAI OpCo LLC, OpenAI Global LLC, OAI Corporation, LLC, and OpenAI Holdings, LLC in the above-captioned action.

2. I submit this declaration in support of the motion for an order pursuant to Local Rule 1.4 of the United States Courts for the Southern District of New York, relieving Allyson R. Bennett as counsel of record for Defendants OpenAI, Inc., OpenAI, LP, OpenAI GP, LLC, OpenAI, LLC, OpenAI OpCo LLC, OpenAI Global LLC, OAI Corporation, LLC, and OpenAI Holdings, LLC.

3. Allyson R. Bennett is no longer associated with Morrison & Foerster LLP.

4. All other previously appearing attorneys from Morrison & Foerster LLP, will continue to serve as counsel of record for Defendants OpenAI, Inc., OpenAI, LP,

OpenAI GP, LLC, OpenAI, LLC, OpenAI OpCo LLC, OpenAI Global LLC, OAI Corporation, LLC, and OpenAI Holdings, LLC.

5. As required by Local Civil Rule 1.4, Allyson R. Bennett will not be asserting any type of retaining or charging lien over the file.

6. No prior request for relief sought herein has been made.

I declare under penalty of perjury that the foregoing is true and correct. Executed in San Francisco, California on September 19, 2024.

/s/ Joseph C. Gratz
JOSEPH C. GRATZ

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